

**COMBINED DECLARATION FOR A PATENT APPLICATION
AND POWER OF ATTORNEY**

As the below-named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am the original, first and joint inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled

MODULATION OF CHOLESTERYL ESTER TRANSFER PROTEIN (CETP) ACTIVITY

the specification of which:

(check one) is attached hereto.

was filed as International Application No. PCT/US96/06147 on 1 MAY 1996, designating (inter alia) the United States of America, and was amended on

(if applicable)

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I do not know and do not believe that the invention was ever patented or described in any printed publication in any country before our invention thereof or more than one year prior to this application.

I do not know and do not believe that the invention was in public use or on sale in the United States of America more than one year prior to this application.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, § 1.56(a).

I hereby claim foreign priority benefits under Title 35, United States Code, § 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate filed by me on the same subject having a filing date before that of the application on which priority is claimed:

(Number)	(Country)	(Day/Month/Year filed)	Priority Claimed	
			[]	[]
			Yes	No

I hereby claim the benefit under Title 35, United States Code, § 120 of any United States Patent application(s) or PCT international applications designating the United States listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or international application(s) in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, § 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

US 08/432,483 (Application Serial No.)	1-May-1995 (Filing Date)	pending (Status: patented/pending/abandoned)
PCT/US96/06147 (Application Serial No.)	1-May-1996 (Filing Date)	(pending: international stage of this application) (Status: patented/pending/abandoned)

I hereby appoint Leon R. Yankwich Reg. No. 30,237

and the firm of Yankwich & Associates, having an office at 130 Bishop Allen Drive, Cambridge, MA 02139 as my attorney, with full powers of substitution and revocation and full authority to prosecute this application and to transact all business before the U.S. Patent and Trademark Office connected therewith.

Send all official correspondence to:

Leon R. Yankwich, Esq.
Yankwich & Associates
130 Bishop Allen Drive
Cambridge, MA 02139

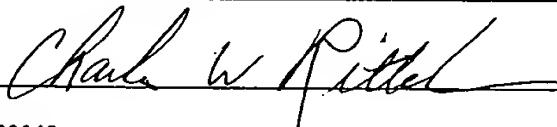
Direct telecommunications to:

Leon R. Yankwich, Esq.
telephone: (617) 491-4343
telecopier: (617) 491-8801

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Title 18, United States Code, §1001 and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Full name of first inventor Charles W. Rittershaus

First inventor's signature

 10/8/97

date

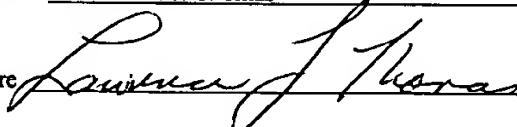
Residence Malden MA 02148

Citizenship United States

Post Office Address 65 Garden Street, Malden, MA 02148

Full name of second inventor Lawrence J. Thomas

Second inventor's signature

 10/8/97

date

Residence Worcester, MA

Citizenship United States

Post Office Address P.O. Box 2419, Worcester, MA 01613

ASSIGNMENT

We, CHARLES W. RITTERSHAUS and LAWRENCE J. THOMAS, residing at 65 Garden Street, Malden, Massachusetts 02148 and P.O. Box 2419, Worcester, Massachusetts 01613, respectively, for good and valuable consideration, receipt of which is hereby acknowledged, have assigned, sold and transferred to and do hereby assign, sell and transfer to T CELL SCIENCES, INC., a corporation organized and existing under the laws of the State of Delaware and having an office and a place of business at 119 Fourth Avenue, Needham, MA 02194 (US), its successors and assigns:

- 1) the entire right, title and interest in the United States and in all countries throughout the world in and to any and all our inventions and discoveries disclosed in International Application PCT/US96/06147, filed May 1, 1996 and designating AL, AM, AP (KE, LS MW, SD, SZ, UG), AT, AU, BB, BG, BR, BY, CA, CH and LI, CN, CZ, EA (AM, AZ, BY, KG, KZ, MD, RU, TJ, TM), EE, EP (AT, BE, CH/LI, DE, DK, ES, FI, FR, GB, GR, IE, IT, LU, MC, NL, PT, SE), ES, FI, GB, GE, GH, HU, IL, IS, JP, KE, KG, KP, KR, KZ, LK, LR, LS, LT, LU, LV, MD, MG, MK, MN, MW, MX, NO, NZ, OAPI (BF, BJ, CF, CG, CI, CM, GA, GN, ML, MR, NE, SN, TD, TG), PL, PT, RO, RU, SD, SE, SG, SI, SK, TJ, TM, TR, TT, UA, UG, US, UZ and VN, entitled: "MODULATION OF CHOLESTERYL ESTER TRANSFER PROTEIN (CETP) ACTIVITY" {Atty. Docket TCS-411.1 PCT}, including any renewals, revivals, reissues, reexaminations, extensions, continuations and divisions thereof, and any substitute applications therefor;
- 2) the full and complete right to file patent applications in the name of T CELL SCIENCES, INC., its designee, or in our name at the election of T CELL SCIENCES, INC. or its designee, on the aforesaid inventions, discoveries and applications in all countries of the world;
- 3) the entire right, title and interest in and to any Letters Patent which may issue thereon in the United States or in any other country of the world and any renewals, revivals, reissues, reexaminations and extensions of the same; and
- 4) the entire right, title and interest in all Convention and Treaty Rights of all kinds thereon, including without limitation all rights of priority in any country of the world, in and to the above inventions, discoveries and applications.

We hereby authorize and request the competent authorities to grant and to issue any and all such Letters Patent in the United States and throughout the world to T CELL SCIENCES, INC. as the assignee of the entire right, title and interest therein, as fully and entirely as the same would have been held and enjoyed by us had this assignment, sale and transfer not been made.

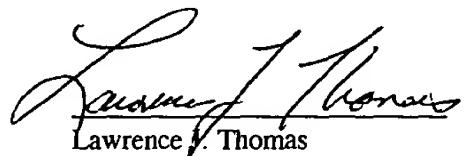
We further agree, at any time, upon the request of T CELL SCIENCES, INC., to execute and to deliver to T CELL SCIENCES, INC. any additional applications for patents for said inventions and discoveries, or any part or parts thereof, and any applications for patents of confirmation, registration and importation based on any Letters Patent issuing on said inventions, discoveries or applications, and divisions, continuations, renewals, revivals, reissues, reexaminations and extensions thereof.

We further agree at any time to execute and to deliver upon request of T CELL SCIENCES, INC. such additional documents, if any, as are necessary or desirable to secure patent protection on said inventions, discoveries and applications throughout all countries of the world, and otherwise to do the necessary to give full effect to and to perfect the rights of T CELL SCIENCES, INC. under this Assignment, including the execution, delivery and procurement of any and all further documents evidencing this assignment, transfer and sale as may be necessary or desirable.

ASSIGNORS:



Charles W. Rittershaus



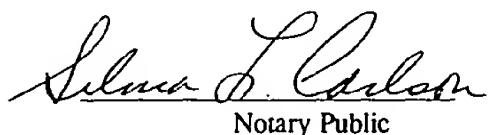
Lawrence J. Thomas

On this 8th day of October, 1997, CHARLES W. RITTERSHAUS personally appeared before me, a Notary Public in and for the Commonwealth of Massachusetts, who executed the foregoing Assignment and duly acknowledged to me that such Assignment was executed for the uses and purposes therein expressed.



Notary Public

On this 8th day of October, 1997, LAWRENCE J. THOMAS personally appeared before me, a Notary Public in and for the Commonwealth of Massachusetts, who executed the foregoing Assignment and duly acknowledged to me that such Assignment was executed for the uses and purposes therein expressed.



Notary Public

ACKNOWLEDGMENT OF ASSIGNEE:

The undersigned, Una S. Ryan, President and Chief Executive Officer of T Cell Sciences, Inc., hereby acknowledges the foregoing executed Assignment on behalf of T CELL SCIENCES, INC.

T CELL SCIENCES, INC.

October 9, 1997
date

by: Una S. Ryan
Una S. Ryan
signed at Needham, Massachusetts (US)

PROCESSED - 1997-09-10